

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

MAGTEN ASSET MANAGEMENT
CORPORATION and LAW DEBENTURE
TRUST COMPANY OF NEW YORK,

Plaintiffs,

v.

NORTHWESTERN CORPORATION,

Defendant.

C.A. No. 04-1494 (JJF)

MAGTEN ASSET MANAGEMENT CORP.,

Plaintiff,

v.

MIKE J. HANSON and ERNIE J. KINDT,

Defendants.

C.A. No. 05-499 (JJF)

(PROPOSED) ORDER

AND NOW upon Defendant NorthWestern Corporation's Motion for Summary Judgment, pursuant to Fed. R. Civ. P. 56;

IT IS HEREBY ORDERED THAT:

1. NorthWestern Corporation is entitled to judgment as a matter of law.

SO ORDERED this ____ day of _____, 2008.

Honorable Joseph J. Farnan, Jr.
United States District Court Judge